

Roll No



**PRESIDENCY UNIVERSITY  
BENGALURU**

**SET A**

**SCHOOL OF MANAGEMENT  
END TERM EXAMINATION - JAN 2024**

**Semester :** Semester III - 2022  
**Course Code :** LAW9006  
**Course Name :** Corporate Law  
**Program :** BBA

**Date :** 10-JAN-2024  
**Time :** 1:00 PM - 4:00 PM  
**Max Marks :** 100  
**Weightage :** 50%

**Instructions:**

- (i) Read all questions carefully and answer accordingly.
- (ii) Question paper consists of 3 parts.
- (iii) Scientific and non-programmable calculator are permitted.
- (iv) Do not write any information on the question paper other than Roll Number.

**PART A**

**ANSWER ALL THE QUESTIONS**

**5 X 2M = 10M**

1. Discuss the Certificate of Incorporation.  
(CO1) [Knowledge]
2. How many numbers of minimum and maximum directors can be appointed in a Public Company and Private Company?  
(CO2) [Knowledge]
3. State the statutory recognition or the legal provisions for the protection of minority shareholders from oppression and mismanagement provided in the Companies Act, 2013.  
(CO3) [Knowledge]
4. What is meant by winding up? What are the different modes/methods by which the life of a company is brought to an end?  
(CO4) [Knowledge]
5. Which companies must have a Corporate Social Responsibility Committee?  
(CO5) [Knowledge]

**PART B**

**ANSWER ALL THE QUESTIONS**

**5 X 10M = 50M**

6. Doctrine of Indoor Management is one of the oldest doctrines. It is also known as Turquand rule. The main purpose of the doctrine is to protect the outsiders from/against the actions taken by a company. Essentially, it extends protection to third parties who enter into a contract with the company against any irregularities of the company. Explain the doctrine and also the exceptions to the doctrine.  
(CO1) [Comprehension]

7. The Board of Directors is responsible for controlling, managing and directing the affairs of a company and directors are considered the trustees of the company's property and money, and they also act as the agents in transactions that are entered into by them on behalf of the company. They are expected to perform their duties and obligations as rationally diligent persons with skill, knowledge, and experience. In the light of this statement, explain the duties and responsibilities of a Director.  
(CO2) [Comprehension]
8. Critically evaluate the role and powers of the National Company Law Tribunal (NCLT) in preventing oppression and mismanagement.  
(CO3) [Comprehension]
9. Explain the provisions related to the appointment of a liquidator and his/her powers and functions during the winding-up process.  
(CO4) [Comprehension]
10. Corporate governance is a set of procedures, rules, policies and practices followed by corporations considering the interests of various stakeholders so that the affairs are managed fairly and transparently. Over the years, it has been seen that corporations with better corporate governance have excelled in the eyes of the public, whereas corporations with poor governance have lost faith. Comment on this statement whilst highlighting the importance of corporate governance.  
(CO5) [Comprehension]

### **PART C**

**ANSWER ALL THE QUESTIONS**

**2 X 20M = 40M**

11. Narrate the importance of shareholder democracy. Who are the majority and minority shareholders? What is the rule laid down in the case *Foss v. Harbottle*? What are its implications and exceptions?  
(CO3) [Application]
12. List the different modes of winding up prescribed in the Companies Act 2013. Discuss the grounds for compulsory winding-up of a company with reference to the statutory provisions and decided cases.  
(CO4) [Application]